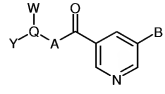
CLAIM AMENDMENTS

1. (currently amended): A compound of ~~the general~~ formula I



I

or pharmaceutically acceptable prodrugs, salts, hydrates, solvates, crystal forms or diastereomers thereof, wherein:

A is selected from O, S, ~~NR1, where R1~~ and NR^1, where R^1 is ~~selected from~~ H, or C_{1-4} alkyl;

B is aryl, or hetaryl optionally substituted with 0-3 substituents independently ~~chosen~~ selected from

halogen, C_{1-4} alkyl, CF_3, CN, aryl, hetaryl, OH, OCF_3, OC_{1-4} alkyl, ~~OC_{2-5}alkylNR2R3~~ OC_{2-5} alkylNR^2R^3, Oaryl, Ohetaryl, ~~CO_2R2, CONR2R3, NR2R3, C_{1-4} alkylNR2R3, NR4C_{1-4}alkylNR2R3, NR2COR3, OC(O)NR2R3, NR4CONR2R3, NR2SO_2R3; and R2, R3~~ CO_2R^2, $CONR^2R^3$, NR^2R^3, C_{1-4} alkylNR^2R^3, NR^4C_{1-4} alkylNR^2R^3, NR^2COR^3, $OC(O)NR^2R^3$, $NR^4CONR^2R^3$, and $NR^2SO_2R^3$;

wherein R^2, R^3 are each independently H, C_{1-4} alkyl, C_{1-4} alkyl heterocyclyl, aryl, hetaryl, C_{1-4} alkyl aryl, C_{1-4} alkyl hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from~~ one of O, S, ~~NR5; and R4~~ or NR^5;

wherein R^4 is ~~selected from H,~~ H or C_{1-4} alkyl; and **[[**R5**]]**

wherein R^5 is ~~selected from H,~~ H or C_{1-4} alkyl;

Q is a bond when W is absent, and is **[[**or**]]** C_{1-4} alkyl when W is present;

W is selected from H, C_{1-4} alkyl, C_{2-6} alkenyl; where C_{1-4} alkyl or C_{2-6} alkenyl may be optionally substituted with C_{1-4} alkyl, OH, OC_{1-4} alkyl, ~~$NR_6C(O)$R7, CONR6R7, OR6, NR6R7; and R6, and R7~~ $NR^6C(O)R^7$, $CONR^6R^7$, OR^6, or NR^6R^7;

wherein R^6, and R^7 are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cycloalkyl, C_{1-4} alkyl heterocyclyl, aryl, hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from~~ one of O, S, ~~NR8 and R8~~ or NR^8 and

wherein R^8 is ~~selected from~~ H, or C_{1-4} alkyl;

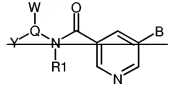
Y is H, aryl or hetaryl optionally substituted with 0-3 substituents independently ~~chosen~~ selected from

halogen, C_{1-4} alkyl, CF_3, aryl, hetaryl, OH, OCF_3, CN, C_{2-4} alkynyl, OC_{1-4} alkyl, ~~OC_{2-5}alkylNR9R10~~ OC_{2-5} alkylNR^9R^{10}, Oaryl, Ohetaryl, ~~CO_2R9, CONR9R10, NR9R10, C_{1-4}alkylNR9R10, NR11C_{1-4}alkylNR9R10, NR9COR10, NR11CONR9R10, NR9SO_2R10; and R9, R10 are~~ CO_2R^9, $CONR^9R^{10}$, NR^9R^{10}, C_{1-4} alkylNR^9R^{10}, $NR^{11}C_{1-4}$ alkylNR^9R^{10}, NR^9COR^{10}, $NR^{11}CONR^9R^{10}$, and $NR^9SO_2R^{10}$;

wherein R^9 and R^{10} is each independently H, C_{1-4} alkyl, C_{1-4} alkyl heterocyclyl, aryl, hetaryl, C_{1-4} alkyl aryl, C_{1-4} alkyl hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from~~ one O, S, ~~NR12; and R11~~ or NR^{12};

wherein R^{11} is ~~selected from H,~~ H or C_{1-4} alkyl; and ~~R12 is selected from H,~~ R^{12} is H or C_{1-4} alkyl.

2. (currently amended): A compound according to claim 1 ~~of the general formula II:~~



~~II~~

-or pharmaceutically acceptable prodrugs, salts, hydrates, solvates, crystal forms or diastereomers thereof, wherein:

~~R1 is selected from H,~~ A is NR^1 and R^1 is H or C_{1-4} alkyl;

~~B is aryl, hetaryl optionally substituted with 0-3 substituents independently chosen from halogen, C_{1-4} alkyl, CF_3, aryl, hetaryl, OH, OCF_3, OC_{1-4}alkyl, OC_{2-5}alkylNR2R3, Oaryl, Ohetaryl, CO_2R2, CONR2R3, NR2R3, C_{1-4} alkylNR2R3, NR4C_{1-4}alkylNR2R3, NR2COR3, NR4CONR2R3, NR2SO_2R3; and R2, R3 are each independently H, C_{1-4} alkyl, C_{1-4} alkyl heterocyclyl, aryl, hetaryl,~~

~~C_{1-4}alkyl aryl, C_{1-4} alkyl hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing an atom selected from O, S, NR5; and R4 is selected from H, C_{1-4} alkyl; and R5 is selected from H, C_{1-4} alkyl;~~

~~Q is a bond, or C_{1-4} alkyl;~~

W is selected from H, C_{1-4} alkyl, and C_{2-6} alkenyl;

where C_{1-4} alkyl or C_{2-6} alkenyl may be optionally substituted with C_{1-4} alkyl, OH, OC_{1-4} alkyl, ~~NR6R7; and R6, and R7~~ or NR^6R^7;

wherein R^6, and R^7 are each independently H, C_{1-4} alkyl, C_{1-4} alkyl cycloalkyl, C_{1-4} alkyl heterocyclyl, aryl, hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing ~~an atom selected from O, S, NR8 and R8 is selected from H,~~ one of O, S or NR^8

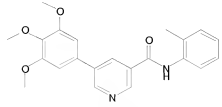
wherein R^8 is H or C_{1-4} alkyl;

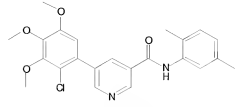
Y is H, aryl or hetaryl optionally substituted with 0-3 substituents independently ~~chosen~~ selected from halogen, C_{1-4} alkyl, CF_3, aryl, hetaryl, OH, OCF_3, OC_{1-4} alkyl, ~~OC_{2-5}alkylNR9R10~~ OC_{2-5} alkylNR^9R^{10}, Oaryl, Ohetaryl, ~~CO_2R9, CONR9R10, NR9R10, C_{1-4} alkylNR9R10, NR11C_{1-4}alkylNR9R10, NR9COR10, NR11CONR9R10, NR9SO_2R10; and R9, R10~~ CO_2R^9, $CONR^9R^{10}$, NR^9R^{10}, C_{1-4} alkylNR^9R^{10}, $NR^{11}C_{1-4}$ alkylNR^9R^{10}, NR^9COR^{10}, $NR^{11}CONR^9R^{10}$, and $NR^9SO_2R^{10}$;

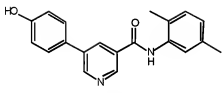
wherein R^9, and R^{10} are each independently H, C_{1-4} alkyl, C_{1-4} alkyl heterocyclyl, aryl, hetaryl, C_{1-4} alkyl aryl, C_{1-4} alkyl hetaryl, or may be joined to form an optionally substituted 3-8 membered ring optionally containing an atom selected from one of O, S, NR12; and R11 is selected from H, or NR^{12}; and

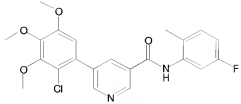
wherein R^{11} is H or C_{1-4} alkyl; and R12 is selected from H, R^{12} is H or C_{1-4} alkyl.

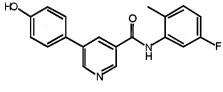
3. (currently amended): A compound according to claim 1 wherein the compound is selected from the group consisting of:

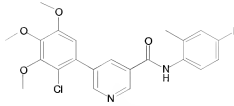

C22H22N2O4


C23H23ClN2O4


C20H18N2O2


C22H20ClFN2O4


C19H15FN2O2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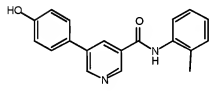
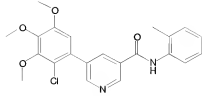

C19H16N2O2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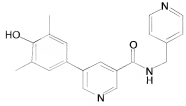
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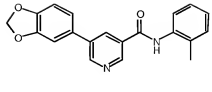
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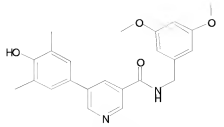

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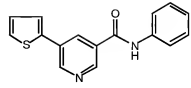
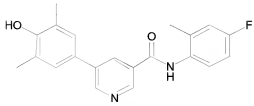
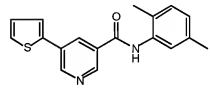


C16H12N2OS



C21H19FN2O2



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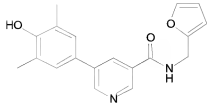

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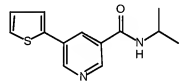

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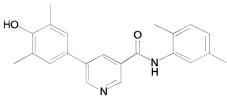

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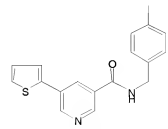

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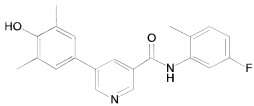

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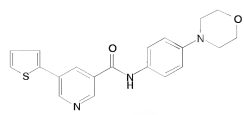

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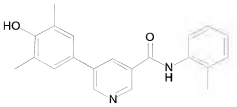

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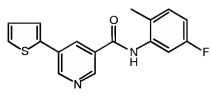
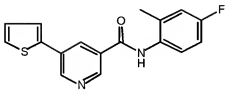


C17H13FN2OS



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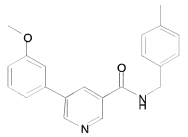

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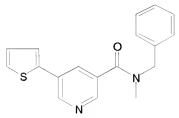

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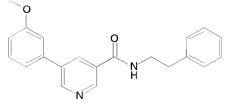

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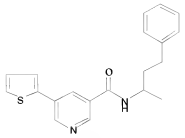

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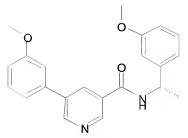

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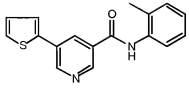

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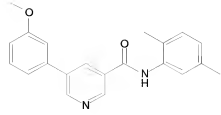

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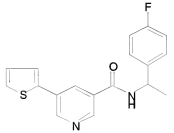

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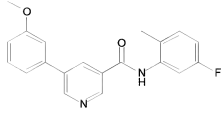

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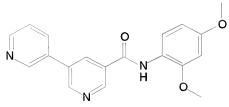

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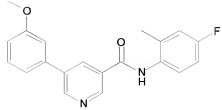

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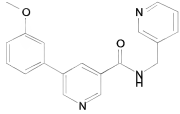

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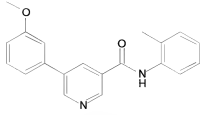

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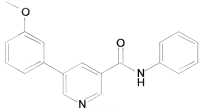

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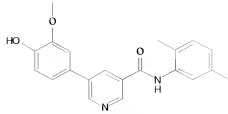

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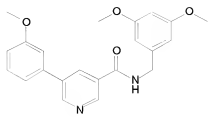
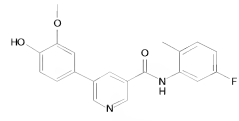
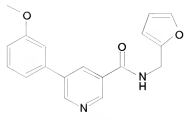

C22H22N2O4


C20H17FN2O3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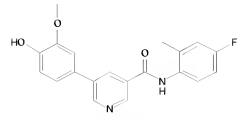
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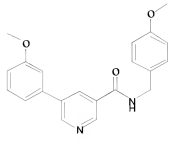
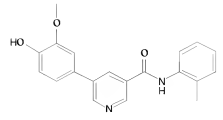

C21H20N2O3


C20H18N2O3

or pharmaceutically acceptable prodrugs, salts, hydrates, solvates, crystal forms or diastereomers thereof.

4. (original): A composition comprising a carrier and at least one compound of claim 1.

5. (original): A method of treating a tyrosine kinase-associated disease state in a subject, the method comprising administering a therapeutically acceptable amount of at least one compound according to claim 1 or a therapeutically effective amount of a composition thereof.

6. (original): A method according to claim 5 wherein the disease state is selected from the group consisting of Atopy, such as Allergic Asthma, Atopic Dermatitis (Eczema), and Allergic Rhinitis; Cell Mediated Hypersensitivity, such as Allergic Contact Dermatitis and Hypersensitivity

Pneumonitis; Rheumatic Diseases, such as Systemic Lupus Erythematosus (SLE), Rheumatoid Arthritis, Juvenile Arthritis, Sjögren's Syndrome, Scleroderma, Polymyositis, Ankylosing Spondylitis, Psoriatic Arthritis; Other autoimmune diseases such as Type I diabetes, autoimmune thyroid disorders, and Alzheimer's disease; Viral Diseases, such as Epstein Barr Virus (EBV), Hepatitis B, Hepatitis C, HIV, HTLV 1, Varicella-Zoster Virus (VZV), Human Papilloma Virus (HPV); Cancer, such as fibrosarcoma, myxosarcoma, liposarcoma, chondrosarcoma, osteogenic sarcoma, chordoma, angiosarcoma, endotheliosarcoma, lymphangiosarcoma, lymphangioendotheliosarcoma, synovioma, mesothelioma, Ewing's tumor, leiomyosarcoma, rhabdomyosarcoma, colon carcinoma, pancreatic cancer, breast cancer, ovarian cancer, prostate cancer, squamous cell carcinoma, basal cell carcinoma, adenocarcinoma, sweat gland carcinoma, sebaceous gland carcinoma, papillary carcinoma, papillary adenocarcinomas, cystadenocarcinoma, medullary carcinoma, bronchogenic carcinoma, renal cell carcinoma, hepatoma, bile duct carcinoma, choriocarcinoma, seminoma, embryonal carcinoma, Wilms' tumor, cervical cancer, testicular tumor, lung carcinoma, small cell lung carcinoma, bladder carcinoma, epithelial carcinoma, glioma, astrocytoma, medulloblastoma, craniopharyngioma, ependymoma, pinealoma, hemangioblastoma, acoustic neuroma, oligodendroglioma, meningioma, melanoma, neuroblastoma, and retinoblastoma, and carcinomas forming from tissue of the breast, prostate, kidney, bladder or colon, and neoplastic disorders arising in adipose tissue, such as adipose cell tumors, e.g., lipomas, fibrolipomas, lipoblastomas, lipomatosis, hibemomas, hemangiomas and/or liposarcomas.